RESOLUTION NO. LFC2000-06

A RESOLUTION ELECTING OFFICERS OF THE LODI FINANCING CORPORATION

WHEREAS, under the organizational procedures of the Lodi Financing Corporation, an annual meeting of Directors shall be held and officers elected.

NOW, THEREFORE, BE IT RESOLVED by the Directors of the Lodi Financing Corporation that the following persons are elected to the offices set forth opposite their names below as officers of the Corporation, to serve until the election and qualification of their successors as provided in Article III, Section 303, of the bylaws of the Corporation:

Name	Title

Stephen J. Mann

President

Alan Nakanishi

Vice President

Vicky McAthie

Treasurer

Susan J. Blackston

Secretary

Dated: July 1

July 19, 2000

I hereby certify that Resolution No. LFC2000-06 was passed and adopted by the Board of Directors of the Lodi Financing Corporation in a regular meeting held July 19, 2000, by the following vote:

AYES:

DIRECTORS - Hitchcock, Land, Nakanishi, Pennino and Mann

(President)

NOES:

DIRECTORS - None

ABSENT:

DIRECTORS - None

ABSTAIN:

DIRECTORS - None

USAN J. BLACKSTON

Secretary